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UNITEDSTATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

ANNUAL AUDITED REPORT FORM X-17A-5 PART III

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FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING	01/01/12 AND E	ENDING	12/31/2012	and the same of th
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A. REGI	STRANT IDENTIFICATIO			Managaran Managaran
NAME OF BROKER-DEALER: Teachers Fir	nancial Investment Corporation		OFFICIAL USE ONL	Υ
ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)			FIRM I.D. NO.	And the second or the second
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Laguna Hills	(No. and Street) CA	V	92653	
(City)	(State)	(7)	ip Code)	ampressor
NAME AND TELEPHONE NUMBER OF PER Robert D. Ferraro	SON TO CONTACT IN REGARD	TO THIS REP	ORT (949) 598-7082	als polismonia
		T existing in the second contract of the seco	Area Code - Telephone Numb	oer)
B. ACCO	UNTANT IDENTIFICATIO	N		
INDEPENDENT PUBLIC ACCOUNTANT wh	ose opinion is contained in this Re	eport*		
Tarvaran, Askelson and Company	e dal disease provide a qualification as provide a second contract to the cont			lagharan Madir
(1)	Name – if individual, state last, first, middi	le name) CA	92677	ingineseerd sid 4
	e dal disease provide a qualification as provide a second contract to the cont		92677 (Zip Code)	i almanendol 4
23974 Aliso Creek Road Suite 395 (Address)	Name – if individual, state last, first, middi Laguna Niguel	CA	mannon khali murumpuni ese ki aira anda ara sa kana da sa kana api da e e e e e e e e e e e e e e e e e e	i izaliwa andisi k
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23974 Aliso Creek Road Suite 395 (Address) CHECK ONE:	Name – if individual, state last, first, middi Laguna Niguel	CA	mannon khali murumpuni ese ki aira anda ara sa kana da sa kana api da e e e e e e e e e e e e e e e e e e	annanistra
23974 Aliso Creek Road Suite 395 (Address) CHECK ONE: Certified Public Accountant Public Accountant	Name – if individual, state last, first, middi Laguna Niguel	CA (State)	mannon khali murumpuni ese ki aira anda ara sa kana da sa kana api da e e e e e e e e e e e e e e e e e e	en e

*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

Or John

OATH OR AFFIRMATION

ert D. Ferraro	, swear (or affirm) that, to the best of
ersFInancial Investment Corporation	ment and supporting schedules pertaining to the firm of, as
ember 31, 20	12 , are true and correct. I further swear (or affirm) that
	officer or director has any proprietary interest in any account
	Must O. Almano Signature
	Vice-President
Notary Public	Title
Facing Page. Statement of Financial Condition. Statement of Income (Loss). Statement of Changes in Financial Condition. Statement of Changes in Stockholders' Equity or P Statement of Changes in Liabilities Subordinated to Computation of Net Capital. Computation for Determination of Reserve Require Information Relating to the Possession or Control I A Reconciliation, including appropriate explanation Computation for Determination of the Reserve Require A Reconciliation between the audited and unaudite consolidation. An Oath or Affirmation. A copy of the SIPC Supplemental Report.	ements Pursuant to Rule 15c3-3. Requirements Under Rule 15c3-3. To of the Computation of Net Capital Under Rule 15c3-1 and the quirements Under Exhibit A of Rule 15c3-3. To Statements of Financial Condition with respect to methods of
	Netary Public Ort ** contains (check all applicable boxes): Facing Page. Statement of Changes in Financial Condition. Statement of Changes in Stockholders' Equity or Ptatement of Changes in Liabilities Subordinated to Computation of Net Capital. Computation Relating to the Possession or Control A Reconciliation, including appropriate explanatior Computation for Determination of the Reserve Reconsolidation. An Oath or Affirmation.

 $**For \ conditions \ of \ confidential \ treatment \ of \ certain \ portions \ of \ this \ filing, \ see \ section \ 240.17a-5(e)(3).$

CALIFORNIA JURAT WITH AFFIANT STATEMENT

COORDINATE CODE 9 2020

See Attached Document (Notary to cross out lines 1–6 below)

IT see Statement Below (Lines 1–6 to be completed only by document signer(s), not Notary)

State of California

County of Aranda State

County of County

County of Aranda State

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TEACHERS FINANCIAL INVESTMENT CORPORATION SEC ID No. 8-67549

FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULES

For The Year Ended December 31, 2012

with

INDEPENDENT AUDITORS' REPORT THEREON

and

INDEPENDENT AUDITORS' REPORT ON INTERNAL ACCOUNTING CONTROL REQUIRED BY SEC RULE 17a-5



INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Teachers Financial Investment Corporation

Report on the Financial Statements

We have audited the accompanying statement of financial condition of Teachers Financial Investment Corporation (the "Company") as of December 31, 2012, and the related statements of operations and stockholders' equity, and cash flows for the year then ended, that you are filing pursuant to Rule 17a-5 under the Securities Exchange Act of 1934, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Teachers Financial Investment Corporation as of December 31, 2012, and the results of its operations and its cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

Other Matter

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedule I is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5 under the Securities Exchange Act of 1934. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and or other records used to prepare the financial statements. The information in Schedule I has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves. And other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information in Schedule I is fairly stated in all material respects in relation to the financial statements as a whole..

Tarvaran Askelson & Company, LLP

TARVARADASKELSON & COMANY

Laguna Niguel, California February 18, 2013

STATEMENT OF FINANCIAL CONDITION

ASSETS	December 31, 2012
Cash	\$ 12,251
Prepaid Expenses	300
Commissions receivable	2,463
	\$ <u>15,014</u>
LIABILITIES AND STOCKHOLDERS' EQUITY	
Current liabilities:	
Accounts payable and accrued expenses	\$ 788
Commissions payable	263
•	
Total current liabilities	<u> </u>
Commitments and contingencies	
Stockholders' equity:	
Common stock, no par value; 10,000,000 shares authorized;	
5,005,000 shares issued and outstanding	75,623
Retained earnings (deficit)	(61,660)
Total stockholders' equity	13,963
	\$ <u>15,014</u>

STATEMENT OF OPERATIONS

	For The Year Ended December 31, 2012
Revenues:	
Commission income	<u>21,674</u>
Expenses:	
Commission expense	14,632
Professional fees	9,850
Other general and administrative	6,857
Total expenses	31,339
Loss from operations	(9,665)
Other income:	
Interest income	3
Net loss	\$ <u>(9,662)</u>

TEACHERS FINANCIAL INVESTMENT CORPORATION STATEMENT OF STOCKHOLDERS' EQUITY

	Stockholders' Equity Shares Amount	Retained Earnings (deficit)	Stockholders' <u>Equity</u>
Balance at January 1, 2012	5,005,000 \$ 60,922	\$(51,998)	\$8,924
Paid in capital	- 14,701	-	14,701
Net loss	_	(9,662)	(9,662)
Balance at December 31, 2012	<u>5,005,000</u> \$ <u>75,623</u>	\$ <u>(61,660)</u>	\$ <u>13,963</u>

STATEMENT OF CASH FLOWS

	For The Year Ended December 31, 2012
Cash flows from operating activities: Net loss Changes in operating assets and liabilities: Prepaid expenses Commissions receivable Accounts payable and commissions payable	\$ (9,662) (45) (498) (4,066)
Net cash used in operating activities	(14,271)
Cash flows provided by financing activities: Paid in capital	14,701
Net increase in cash and cash equivalent	430
Cash and cash equivalent, beginning of year	11,821
Cash and cash equivalent, end of year	\$ <u>12,251</u>
Supplemental disclosure of cash flow information - Cash paid during the year for: Interest Income taxes	\$ - \$800

NOTES TO FINANCIAL STATEMENTS

For The Year Ended December 31, 2012

NOTE 1 – GENERAL

Teachers Financial Investment Corporation (the "Company") was incorporated on August 2, 2006. The Company's business is based on assisting the teaching community with its 403(b) TSA and other investment needs. The Company was registered as a broker-dealer under the Securities and Exchange Act of 1934 on August 3, 2007. The Company commenced security transactions in October 2007.

The Company is registered with the Securities and Exchange Commission (the "Commission") as a broker/dealer in securities and is a member of the Financial Industry Regulatory Authority ("FINRA"). The Company is exempt from the provisions of rule 15c3-3 (pursuant to paragraph (k)(2)(i) of such rule) under the Securities Exchange Act of 1934, as the Company is engaged in limited business (mutual funds and variable annuities only), and does not hold funds or securities for, or owe money or securities to, customers. Because of such exemptions, the Company is not required to prepare a determination of reserve requirements and possession or control requirements of rule 15c3-3.

The Company, like other securities firms, is directly affected by general economic market conditions including fluctuations in volume and price levels of securities, changes in interest rates and demand for investment banking, securities brokerage and other services, all of which have an impact on the Company statement of financial condition as well as its liquidity.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Risks, Uncertainties and Concentrations

Net Capital Requirements

The Company must maintain, at all times, minimum net capital of \$5,000 or 6-2/3% of aggregate indebtedness, whichever is greater, and a ratio of aggregate indebtedness to net capital of less than 15 to 1, as defined under Commission Rule 15c3-1, "Net Capital Requirements for Broker Dealers." As of December 31, 2012, the Company had net capital of \$11,200, which was \$6,200 in excess of the required minimum net capital, and had a ratio of aggregate indebtedness to net capital of 9.38 to 1 as of December 31, 2012.

Cash

At times, the Company may maintain cash balances in excess of the Federal Deposit Insurance Corporation ("FDIC") and Securities Investor Protection Corporation ("SIPC") limits per customer per financial institution, respectively. At December 31, 2012, the Company has no cash balance that was in excess of the FDIC and SIPC limits, respectively.

NOTES TO FINANCIAL STATEMENTS

For The Year Ended December 31, 2012

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, continued

Customers

Five customers accounted for all of the Company's revenues in 2012, including three customers accounting for approximately 95% of the Company's revenues.

Cash Equivalent

The Company considers all highly liquid investments with original maturities of three months or less when purchased, to be cash equivalents.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the financial statements. Such estimates affect the reported amounts of revenues and expenses during the reporting period.

Revenue Recognition

Commission income is related to mutual fund and variable annuity and is recorded upon the close of the related transaction.

Liquidity and Risks

The Company has a limited operating history and relies on a small group of customers for all of its operating cash flow.

The Company's continued operational success is dependent on, among other factors, the Company's ability to continue to generate adequate cash flows from operations to fund its operations.

NOTES TO FINANCIAL STATEMENTS

For The Year Ended December 31, 2012

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, continued

Fair Value of Financial Instruments

Substantially all of the Company's financial instruments are carried at fair value. Receivables and payables are carried at cost or cost plus accrued interest, which approximate fair value.

In accordance with Accounting Standard Codification 350, Goodwill and Other ("ASC 350") formerly Statement of Financial Accounting Standards No. 142, Goodwill and Other Intangible Assets ("SFAS No. 142"), goodwill is defined as the excess of the purchase price over the fair value assigned to individual assets acquired and liabilities assumed and is tested for impairment at the reporting unit level (operating segment or one level below an operating segment) on an annual basis in the Company's fourth fiscal quarter or more frequently if indicators of impairment exist. The performance of the test involves a two-step process. The first step of the impairment test involves comparing the fair value of the Company's reporting units with each respective reporting unit's carrying amount, including goodwill. The fair value of reporting units is generally determined using the income approach. If the carrying amount of a reporting unit exceeds the reporting unit's fair value, the second step of the goodwill impairment test is performed to determine the amount of any impairment loss. The second step of the goodwill impairment test involves comparing the implied fair value of the reporting unit's goodwill with the carrying amount of that goodwill. In accordance with ASC 350, no amortization is recorded for goodwill with indefinite useful life.

NOTE 3 - RESERVE REQUIREMENTS FOR BROKERS OR DEALERS

The Company is exempt from the provisions of Rule 15c3-3 (pursuant to paragraph (k)(2)(i) of such rule) of the Securities Exchange Act of 1934 as an introducing broker or dealer that carries no customer accounts, promptly transmits all customer funds and delivers all customer securities received to the clearing broker, and does not otherwise hold funds or securities of customers or dealers. Because of such exemption, the Company is not required to prepare a determination of reserve requirement for brokers or dealers.

NOTE 4 - SIPC - NET OPERATING REVENUE AND GENERAL ASSESSMENT

The Company is not subject to the Securities and Exchange Commission's determination of SIPC net operating revenues and general assessment as the Company is engaged in mutual funds and variable annuities only.

NOTES TO FINANCIAL STATEMENTS

For The Year Ended December 31, 2012

NOTE 5 – COMMITMENTS AND CONTINGENCIES

Indemnities and Guarantees

During the normal course of business, the Company has made certain indemnities and guarantees under which it may be required to make payments in relation to certain transactions. These indemnities include certain agreements with the Company's officers, under which the Company may be required to indemnify such person for liabilities arising out of their employment relationship. The duration of these indemnities and guarantees varies and, in certain cases, is indefinite. The majority of these indemnities and guarantees do not provide for any limitation of the maximum potential future payments the Company could be obligated to make. Historically, the Company has not been obligated to make any payments for these obligations and no liabilities have been recorded for these indemnities and guarantees in the accompanying financial statements.

SCHEDULE I - COMPUTATION OF NET CAPITAL UNDER RULE 15c3-1 OF THE SECURITIES AND EXCHANGE COMMISSION

	As of December 31, 2012
Net capital: Total stockholders' equity from statement of financial condition	\$ 13,963
Deductions: Other unallowable assets	2,763
Net capital	11,200
Minimum net capital requirement (the greater of 6-2/3% of aggregate indebtedness of \$1,051 or \$5,000)	5,000
Excess net capital	\$ <u>6,200</u>
Aggregate indebtedness	\$ <u>1,051</u>
Ratio of aggregate indebtedness to net capital	9.38 to 1
NOTE - A reconciliation of the above net capital with the Company's corres Form X-17a-5, Part IIA is summarized as follows:	ponding unaudited
Net capital per computation included in the Company's corresponding unaudited Form X-17a-5, Part IIA filing	\$ 11,200
Reconciling items: Miscellaneous adjustments to net income	-
Net capital per above	\$ <u>11,200</u>

SCHEDULE II - COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS UNDER RULE 15c3-3 OF THE SECURITIES AND EXCHANGE COMMISSION FOR THE YEAR ENDED DECEMBER 31, 2012

The Company is claiming an exemption from Rule 15c3-3 under provision 15c3-3(k)(2)(i)

SCHEDULE III - INFORMATION RELATING TO POSSESSION OR CONTROL REQUIREMENTS UNDER RULE 15c3-3 OF THE SECURITIES AND EXCHANGE COMMISSION FOR THE YEAR ENDED DECEMBER 31, 2012

The Company is claiming an exemption from Rule 15c3-3 under provision 15c3-3(k)(2)(i)

SCHEDULE IV - SCHEDULE OF SEGREGATION REQUIREMENTS AND FUNDS IN SEGREGATION FOR CUSTOMERS' REGULATED COMMODITY FUTURES AND OPTIONS ACCOUNTS FOR THE YEAR ENDED DECEMBER 31, 2012

Not Applicable



INDEPENDENT AUDITORS' REPORT ON INTERNAL ACCOUNTING CONTROL REQUIRED BY SEC RULE 17a-5

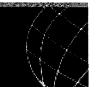
Board of Directors Teachers Financial Investment Corporation

In planning and performing our audit of the financial statements of Teachers Financial Investment Corporation (the "Company") as of and for the year ended December 31, 2012, in accordance with auditing standards generally accepted in the United States of America, we considered the Company's internal control over financial reporting ("internal control") as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we do not express an opinion on the effectiveness of the Company's internal control.

Also, as required by rule 17a-5(g)(1) of the Securities and Exchange Commission ("SEC"), we have made a study of the practices and procedures followed by the Company, including consideration of control activities for safeguarding securities. This study included tests of compliance with such practices and procedures that we considered relevant to the objectives stated in rule 17a-5(g) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

- 1. Making quarterly securities examinations, counts, verifications, and comparisons and recordation of differences required by the rule 17a-13.
- 2. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System.

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls, and of the practices and procedures referred to in the preceding paragraph, and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable but not absolute assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition, and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in conformity with accounting principles generally accepted in the United States of America. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.





Because of inherent limitations in internal control and the practices and procedures referred to above, error or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the entity's ability to initiate, authorize, record, process, or report financial data reliably in accordance with accounting principles generally accepted in the United States of America such that there is more than a remote likelihood that a misstatement of the entity's financial statements that is more than inconsequential will not be prevented or detected by the entity's internal control.

A material weakness is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Company's financial statements will not be prevented or detected and corrected on a timely basis. However, we noted no matters involving the internal control structure, including procedures for safeguarding securities that we consider to be material weaknesses as defined above, except for:

The size of the business and resultant limited number of employees imposes practical limitations on the effectiveness of those internal control structure and procedures over financial reporting, computation and reconciliation of net capital requirements and computation of reserve requirements that depend on the segregation of duties. Since this condition is inherent in the size of the Company, the specific weaknesses are not described herein and no corrective action has been taken or proposed by the Company.

Our consideration of internal control was for the limited purpose described in the first and second paragraphs and would not necessarily identify all deficiencies in internal control that might be material weaknesses. We did not identify any deficiencies in internal control and control activities for safeguarding securities that we consider to be material weaknesses, as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures, as described in the second paragraph of this report, were adequate at December 31, 2011, to meet the SEC's objectives.



This report is intended solely for the information and use of the Board of Directors, management, the SEC, and other regulatory agencies that rely on rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

Tarvaran Askelson & Company, LLP

TARVARANDASKELSOND & COMPANY

Laguna Niguel, California February 18, 2013